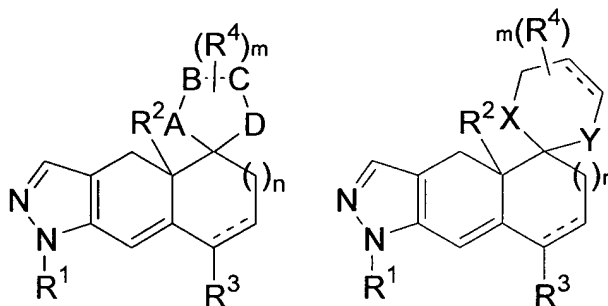


AMENDMENTS TO THE CLAIMS

The listing of claims will replace all prior versions, and listing, of claims in the application.

Listing of Claims

1. (original) A compound represented by Formula I or Formula II



I

II

or a pharmaceutically acceptable salt or hydrate thereof, wherein:

m is 0, 1, 2 or 3,

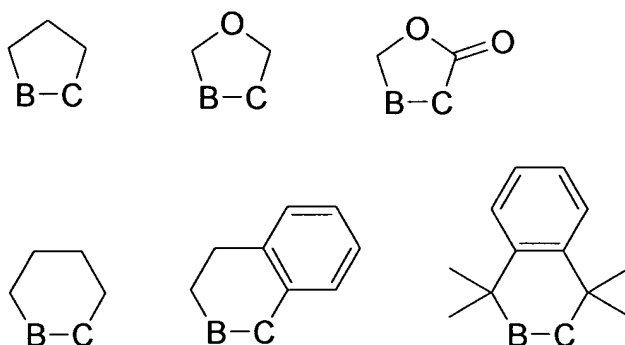
n is 0, 1 or 2;

—A—B—C—D— is selected from the group consisting of:

- (1) —CH₂—CH₂—CH₂—O—,
- (2) —CH₂—CH₂—C(O)—O—,
- (3) —CH=CH—C(O)—O—,
- (4) —O—CH₂—CH₂—CH₂—,
- (5) —O—C(O)—CH₂—CH₂—,
- (6) —HC=CH—CH₂—O—,
- (7) —CH₂—HC=CH—O—,
- (8) —CH₂—CH₂—C(O)—NH—,
- (9) —CH₂—NH—CH₂—CH₂—,
- (10) —CH₂—NH—C(O)—O—,
- (11) —NH—C(O)—NH—C(O)—,

- (12) $-\text{C}(\text{O})-\text{NH}-\text{C}(\text{O})-\text{NH}-$,
- (13) $-\text{NH}-\text{C}(\text{O})-\text{NH}-\text{CH}_2-$,
- (14) $-\text{NH}-\text{C}(\text{O})-\text{NH}-\text{C}(=\text{S})-$,
- (15) $-\text{O}-\text{CH}_2-\text{CH}_2-\text{O}-$,
- (16) $-\text{S}-\text{CH}_2-\text{CH}_2-\text{S}-$;

provided that when the atoms at positions B and C of $-\text{A}-\text{B}-\text{C}-\text{D}-$ are both carbon atoms, said atoms may be joined together to form a ring selected from



X and Y are each independently selected from CH_2 , S and O;

R^1 is selected from the group consisting of:

- (1) C_{1-6} alkyl,
- (2) C_{2-6} alkenyl,
- (3) C_{2-6} alkynyl,
- (4) C_{3-6} cycloalkyl,
- (5) aryl,
- (6) $-\text{CH}_2$ -phenyl,
- (7) HET,

wherein items (1) to (3) above are optionally substituted from one to three substituents independently selected from the group consisting of: halo, OR^5 , and NHR^6 , and items (4) to (7) are optionally substituted with from one to three substituents selected from the group consisting of: halo, OR^5 , NHR^6 , C_{1-3} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl;

R^2 and R^3 are each independently selected from the group consisting of:

- (1) hydrogen,
- (2) halo,
- (3) C₁₋₆alkyl,
- (4) C₂₋₆alkenyl,
- (5) C₂₋₆alkynyl,
- (6) OR⁷,
- (7) NHR⁸,
- (8) aryl,
- (9) -CH₂-phenyl;

R⁵, R⁶, R⁷ and R⁸ are each independently selected from the group consisting of:

- (1) hydrogen,
- (2) methyl;

each R⁴ is independently selected from the group consisting of

- (1) -OH,
- (2) -C₁₋₆alkyl optionally substituted with 1, 2 or 3 substituents selected

independently from hydroxy, oxo, -COOH, amino, methylamino, di-methylamino, =S, and halo,

(3) C₂₋₆alkenyl optionally substituted with 1, 2 or 3 substituents selected independently from hydroxy, halo and -C(O)-O- C₁₋₂alkyl,

(4) C₂₋₆alkynyl optionally substituted with 1, 2 or 3 substituents selected independently from hydroxy and halo,

- (5) phenyl optionally substituted with 1, 2 or 3 substituents selected independently from hydroxy, C₁₋₂alkyl, -COOH, -C(O)-O-CH₃ and halo,
- (6) -C₁₋₂alkyl-phenyl optionally substituted with 1, 2 or 3 substituents independently selected from hydroxy, C₁₋₂alkyl and halo,
- (7) -CO₂H,
- (8) -CO₂C₁₋₃alkyl,
- (9) -OC₁₋₃alkyl,
- (10) -SO₂-C₁₋₃alkyl,
- (11) -SO₂-phenyl optionally substituted with 1, 2 or 3 substituents independently selected from hydroxy, C₁₋₂alkyl and halo
- (12) -C₁₋₂alkyl-O-C₁₋₂alkyl,
- (13) -C₁₋₂alkyl-O-C₂₋₄alkenyl,
- (14) -C₁₋₂alkyl-O-phenyl optionally substituted with with 1, 2 or 3 substituents independently selected from hydroxy, C₁₋₂alkyl and halo,

- (15) $-C_{1-2}alkyl-C(O)O-C_{1-2}alkyl$,
- (16) 2-(1,3-dioxan)ethyl,
- (17) $-C_{1-2}alkyl-C(O)-NH-phenyl$,
- (18) $-C_{1-2}alkyl-C(O)-NHN$.

2. (original) A compound according to claim 1 wherein m is 0, 1 or 2.

3. (original) A compound according to claim 1 wherein n is 0 or 1.

4. (original) A compound according to claim 1 wherein R^2 and R^3 are each individually hydrogen or methyl.

5. (original) A compound according to claim 1 wherein each R^4 is independently selected from the group consisting of

- (1) $-OH$,
- (2) $-C_{1-6}alkyl$ optionally substituted with 1, 2 or 3 substituents selected independently from hydroxy, oxo, $-COOH$, amino, methylamino, dimethylamino, thio, and halo,
- (3) $C_{2-6}alkenyl$ optionally substituted with 1, 2 or 3 substituents selected independently from hydroxy, halo and $-C(O)-O-C_{1-2}alkyl$,
- (4) phenyl optionally substituted with 1, 2 or 3 substituents selected independently from hydroxy, $C_{1-2}alkyl$, $-COOH$, $-C(O)-O-CH_3$ and halo,
- (5) $-C_{1-2}alkyl-phenyl$ optionally substituted with 1, 2 or 3 substituents independently selected from hydroxy, $C_{1-2}alkyl$ and halo,
- (6) $-SO_2-C_{1-3}alkyl$, and
- (7) $-C_{1-2}alkyl-OC_{1-2}alkyl$.

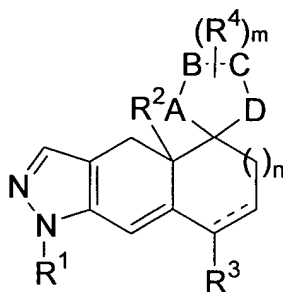
6. (original) A compound according to Claim 1 wherein R^1 is phenyl or pyridyl said phenyl or pyridyl optionally mono or di- substituted with a substituent independently selected from the group consisting of:

- (a) halo,
- (b) OCH_3 ,
- (d) CH_3 ,

(e) CN.

7. (original) A compound according to Claim 6 wherein R^1 is phenyl, optionally mono or di-substituted with halo.

8. (original) A compound of Formula I according to claim 1



I

Wherein

m is 0, 1, 2 or 3;

n is 0 or 1;

R^1 is phenyl or pyridyl said phenyl or pyridyl optionally mono or di- substituted with a substituent independently selected from the group consisting of:

- (a) halo,
- (b) OCH_3 ,
- (d) CH_3 ,
- (e) CN; and

R^2 and R^3 are each individually hydrogen or methyl.

9. (original) A compound according to claim 8 wherein

Each R^4 is independently selected from the group consisting of

- (1) -OH,
- (2) C_{1-6} alkyl optionally substituted with 1, 2 or 3 substituents selected independently from hydroxy, oxo, -COOH, amino, methylamino, di-methylamino, thio, and halo,
- (3) C_{2-6} alkenyl optionally substituted with 1, 2 or 3 substituents selected independently from hydroxy, halo and -C(O)-O- C_{1-2} alkyl,

- (4) phenyl optionally substituted with 1, 2 or 3 substituents selected independently from hydroxy, C₁-2alkyl, -COOH, -C(O)-O-CH₃ and halo,
- (5) -C₁-2alkyl-phenyl optionally substituted with 1, 2 or 3 substituents independently selected from hydroxy, C₁-2alkyl and halo,
- (6) -SO₂-C₁-3alkyl, and
- (7) -C₁-2alkyl-OC₁-2alkyl.

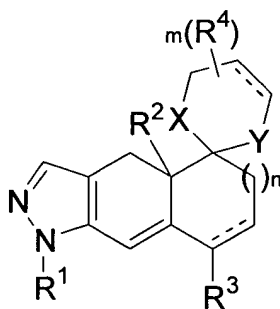
10. (original) A compound according to claim 9 wherein

-A-B-C-D- is selected from the group consisting of:

- (1) -CH₂-CH₂-CH₂-O-,
- (2) -CH=CH-CH₂-O-,
- (3) -CH₂-CH=CH-O-,
- (4) -O-CH₂-CH₂-CH₂-,
- (5) -O-CH₂-CH₂-O-,
- (6) -S-CH₂-CH₂-S-,
- (7) -CH₂-NH-CH₂-CH₂-, and
- (8) -CH₂-NH-C(O)-O-;

R¹ is phenyl optionally mono or di- substituted with halo.

11. (original) A compound of Formula II according to claim 1



II

Wherein

m is 0, 1 or 2;

n is 0 or 1;

R¹ is phenyl or pyridyl said phenyl or pyridyl optionally mono or di- substituted with a substituent independently selected from the group consisting of:

- (a) halo,

- (b) OCH_3 ,
- (d) CH_3 ,
- (e) CN ; and

R^2 and R^3 are each individually hydrogen or methyl.

12. (original) A compound according to claim 11 wherein

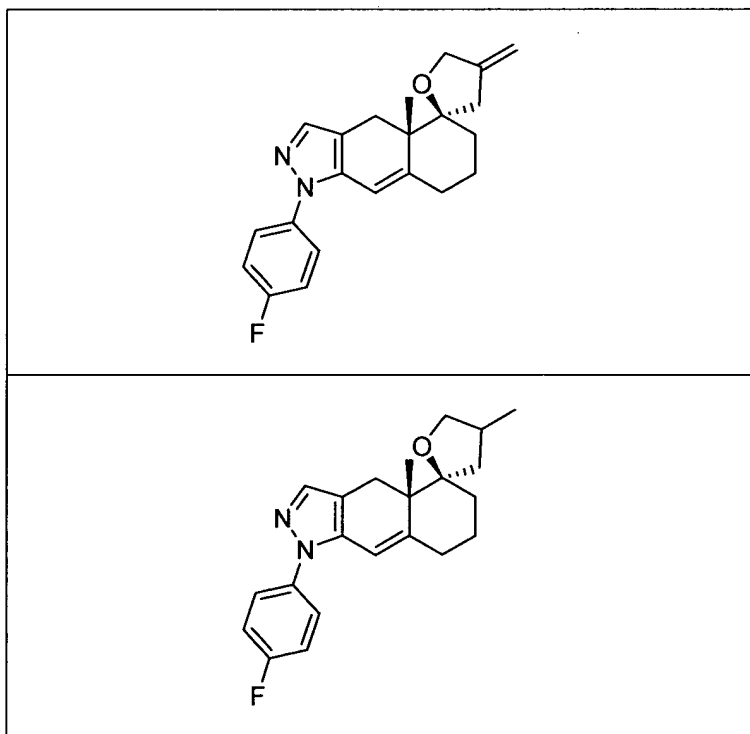
Within this genus, there is a sub-genus of compounds wherein
each R^4 is independently selected from the group consisting of $-\text{C}_{1-6}$ alkyl or hydrogen.

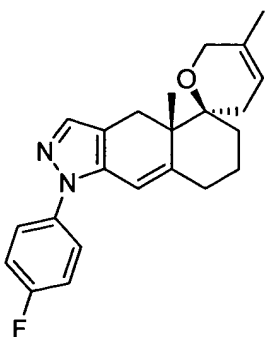
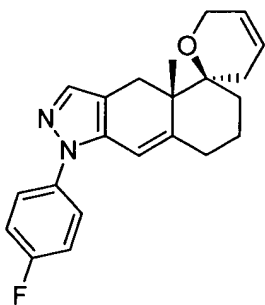
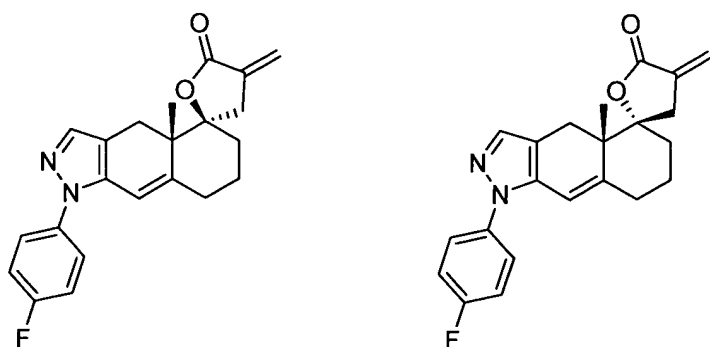
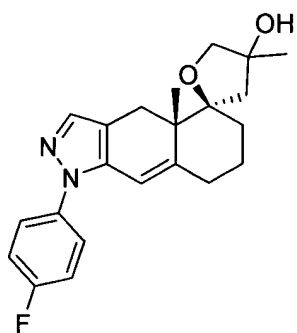
13. (original) A compound according to claim 11 wherein

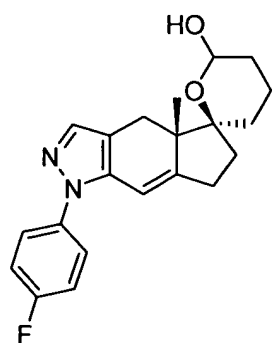
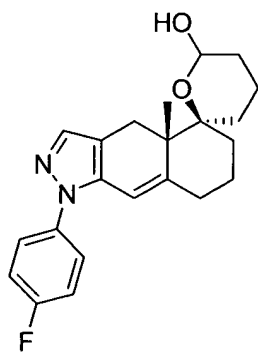
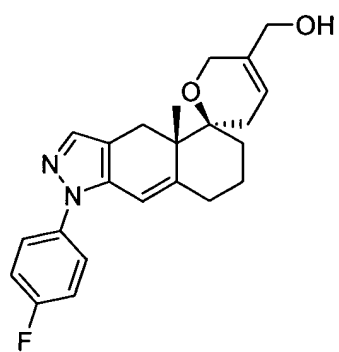
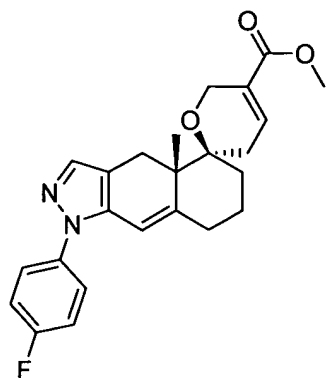
X and Y are both O or are both S or X is O and Y is CH_2 ;

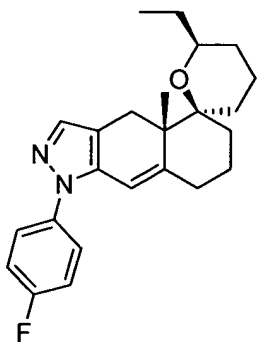
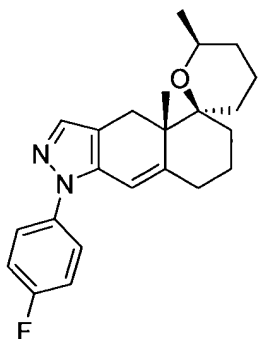
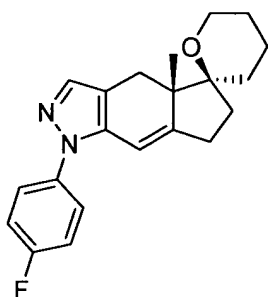
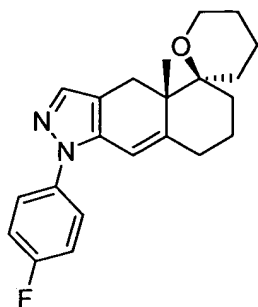
R^1 is phenyl optionally mono or di- substituted with halo.

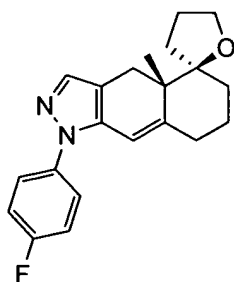
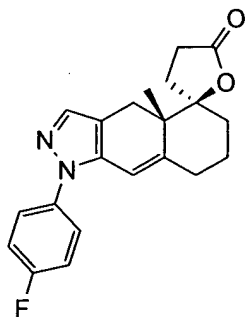
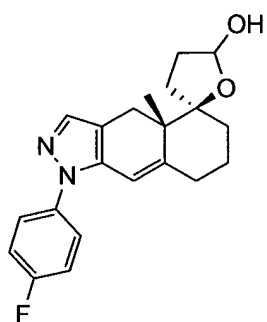
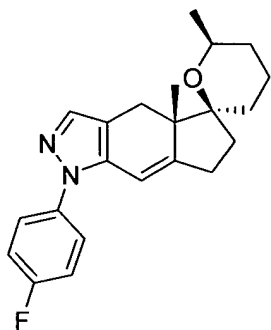
14. (original) A compound according to claim 1 selected from the group consisting of

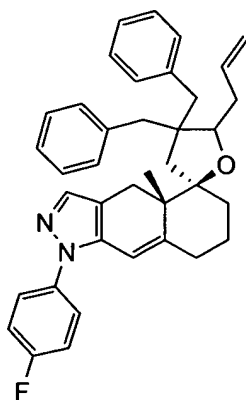
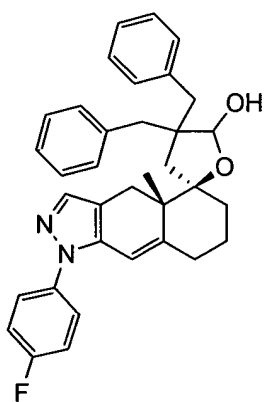
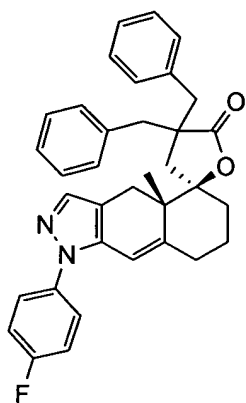


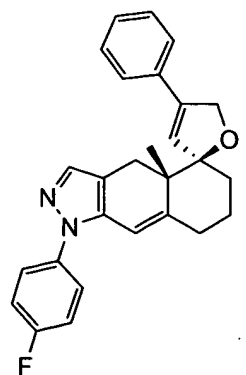
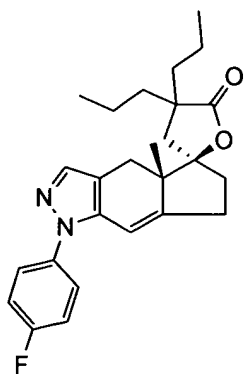
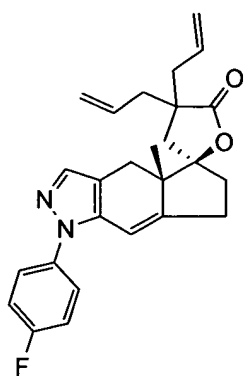
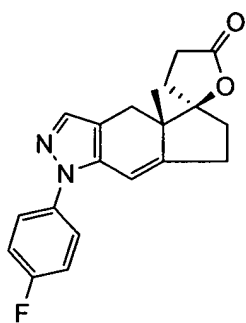


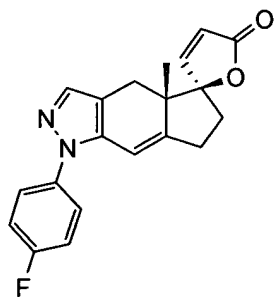
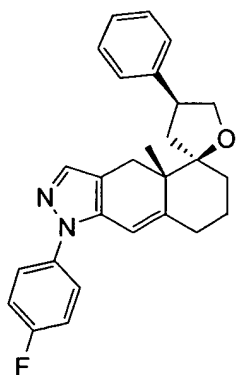
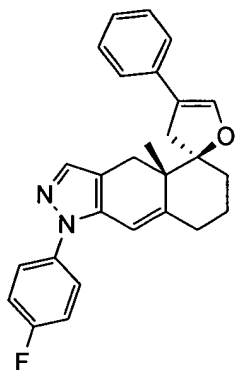




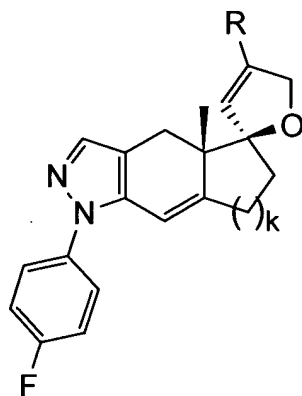






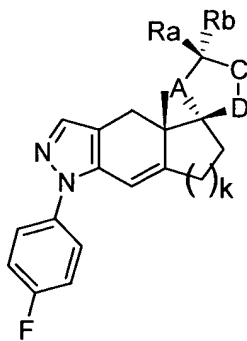


15. (original) A compound according to claim 1 of the formula



k	R
1	Vinyl
1	Phenyl
1	4-fluorophenyl
2	Benzyl
2	Vinyl
2	Ethyl

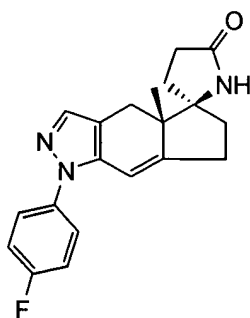
16. (original) A compound according to claim 1 of the formula

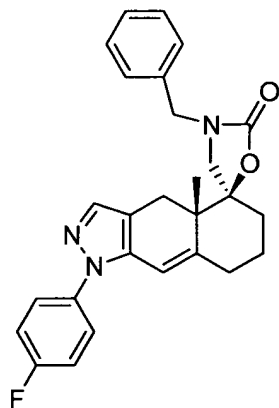
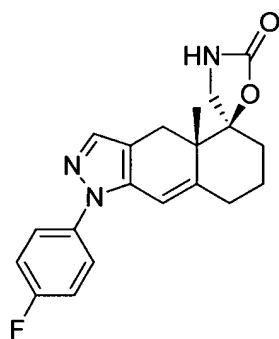
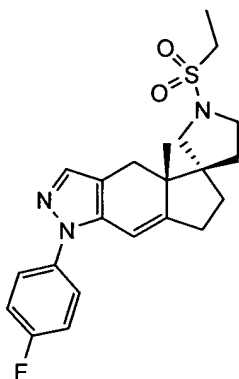


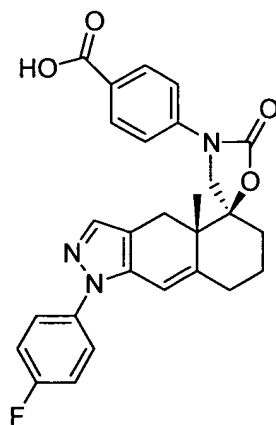
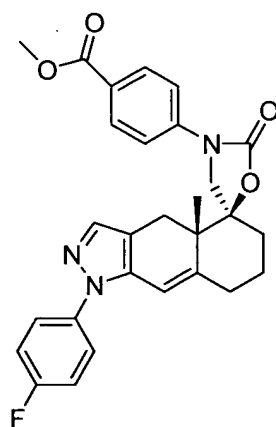
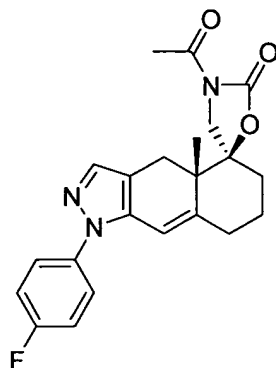
k	D	A	C	Ra	Rb
1	O	CH ₂	CH ₂	propyl	Propyl
1	O	CH ₂	CHOH	propyl	Propyl
1	O	CH ₂	CH ₂	allyl	Allyl
1	O	CH ₂	CHOH	allyl	Allyl
1	O	CH ₂	CH ₂	methyl	Methyl

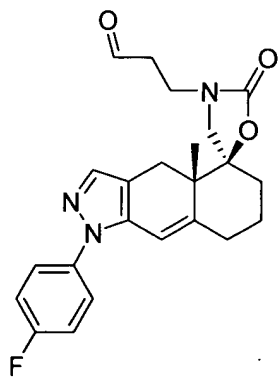
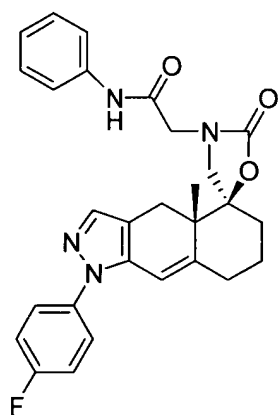
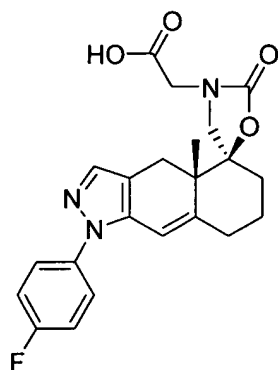
1	O	CH ₂	CHOH	<u>methyl</u>	<u>Methyl</u>
1	O	CH ₂	C(O)	<u>methyl</u>	<u>Methyl</u>
1	O	CH ₂	CH ₂	<u>H</u>	<u>H</u>
1	O	CH ₂	CHOH	<u>H</u>	<u>H</u>
2	CH ₂	O	CH ₂	<u>ethyl</u>	<u>H</u>
2	CH ₂	O	CH ₂	<u>H</u>	<u>Ethyl</u>
2	CH ₂	O	CH ₂	<u>H</u>	<u>Phenyl</u>
2	O	CH ₂	CH(allyl)	<u>allyl</u>	<u>Allyl</u>
2	O	CH ₂	CH ₂	<u>methyl</u>	<u>Methyl</u>
2	O	CH ₂	CH ₂	<u>benzyl</u>	<u>Benzyl</u>
2	O	CH ₂	CH ₂	<u>allyl</u>	<u>Allyl</u>
2	O	CH ₂	CHOH	<u>methyl</u>	<u>Methyl</u>
2	O	CH ₂	CHOH	<u>allyl</u>	<u>Allyl</u>
2	O	CH ₂	CH(allyl)	<u>H</u>	<u>H</u>
2	O	CH ₂	C(O)	<u>methyl</u>	<u>Methyl</u>
2	O	CH ₂	C(O)	<u>allyl</u>	<u>Allyl</u>

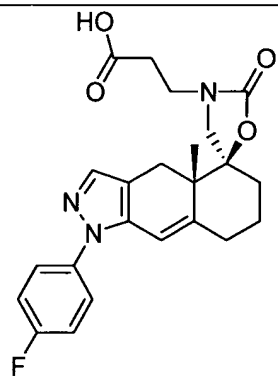
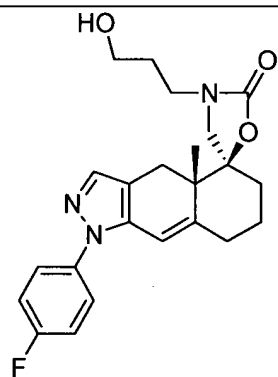
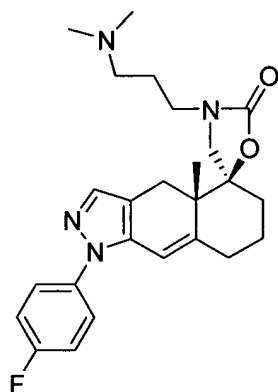
17. (original) A compound according to claim 1 of the formula

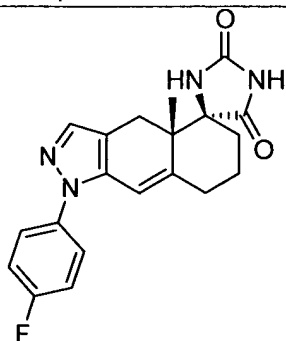
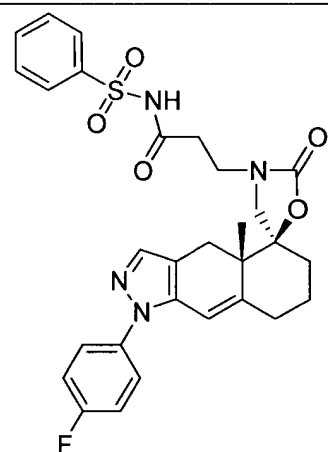
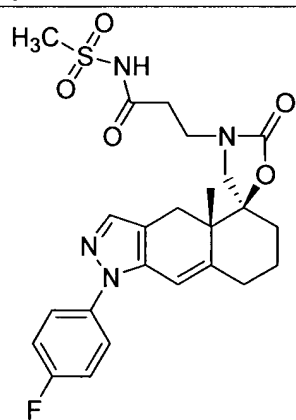
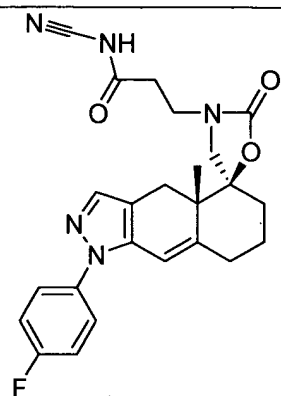


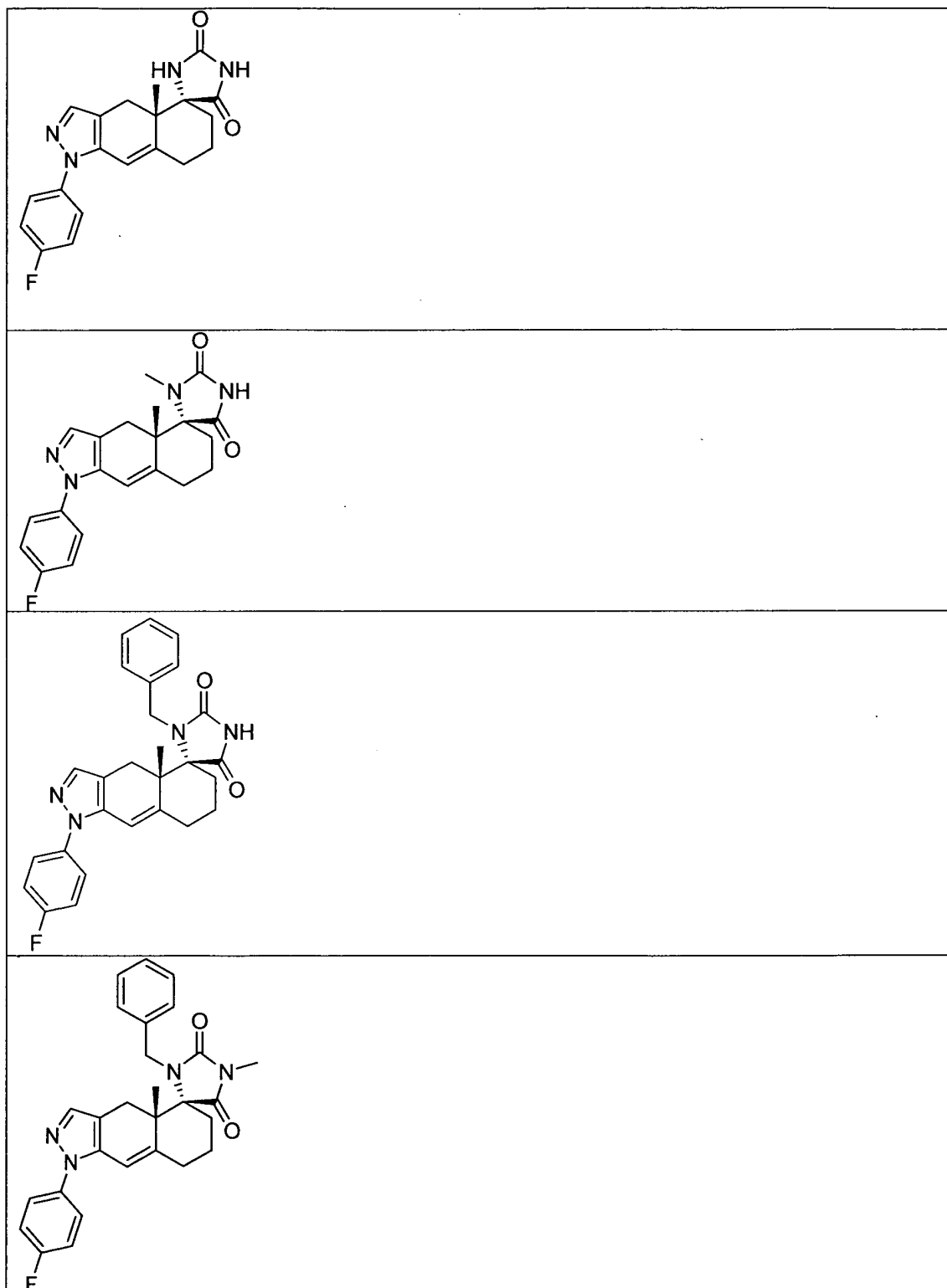


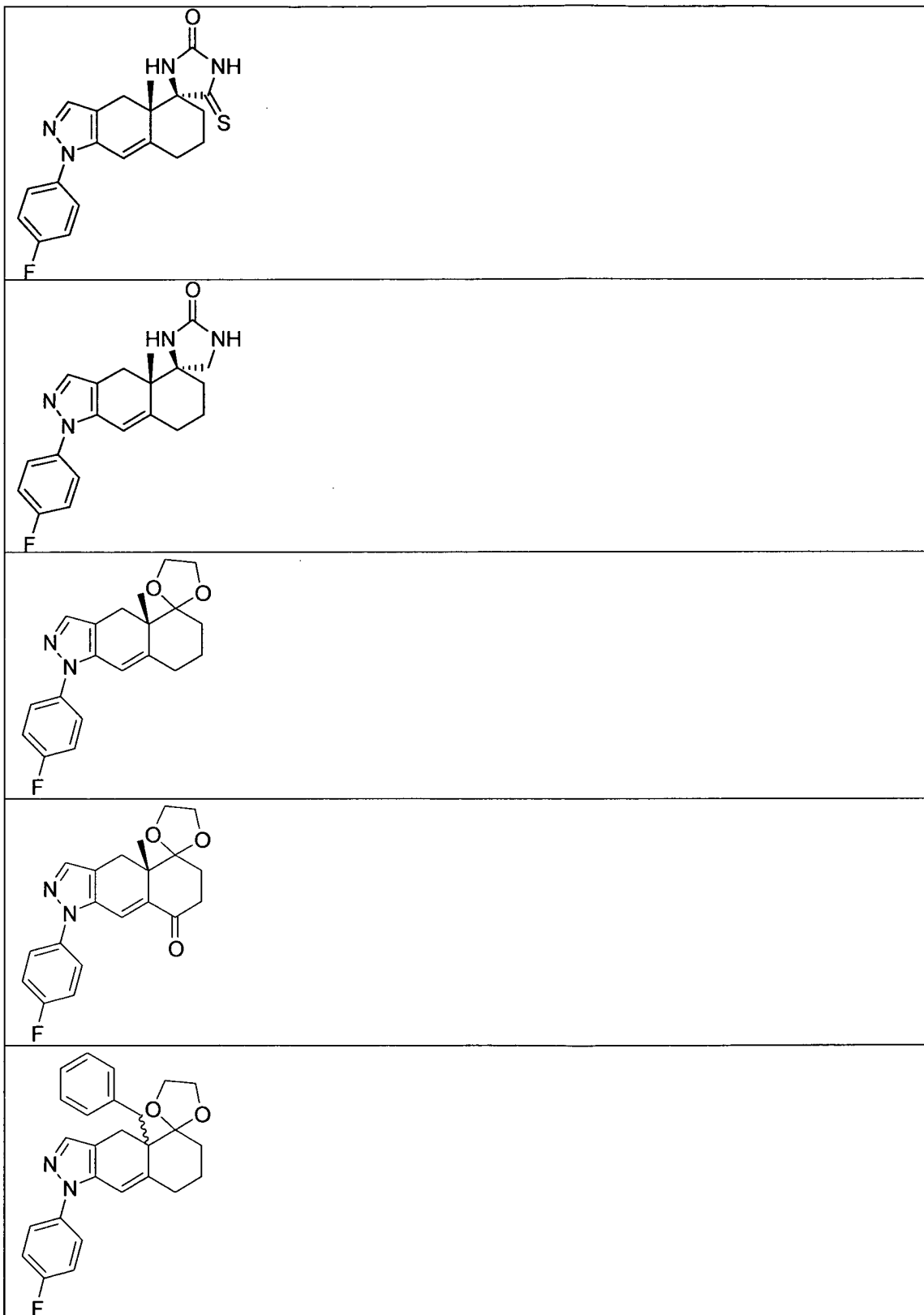


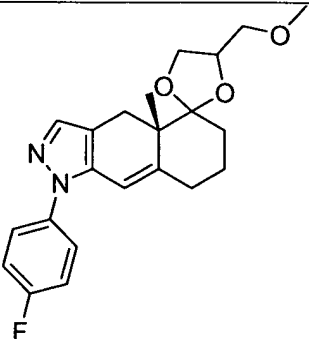
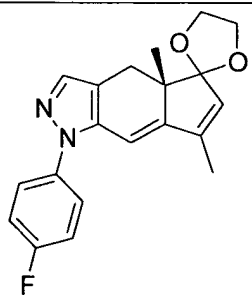
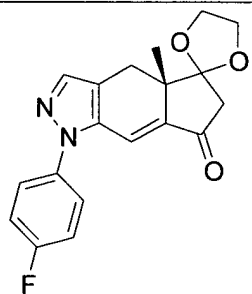
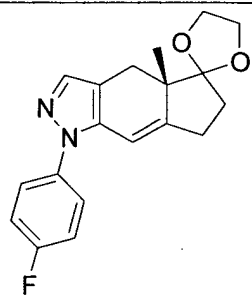
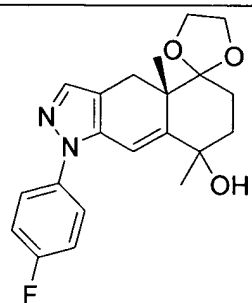


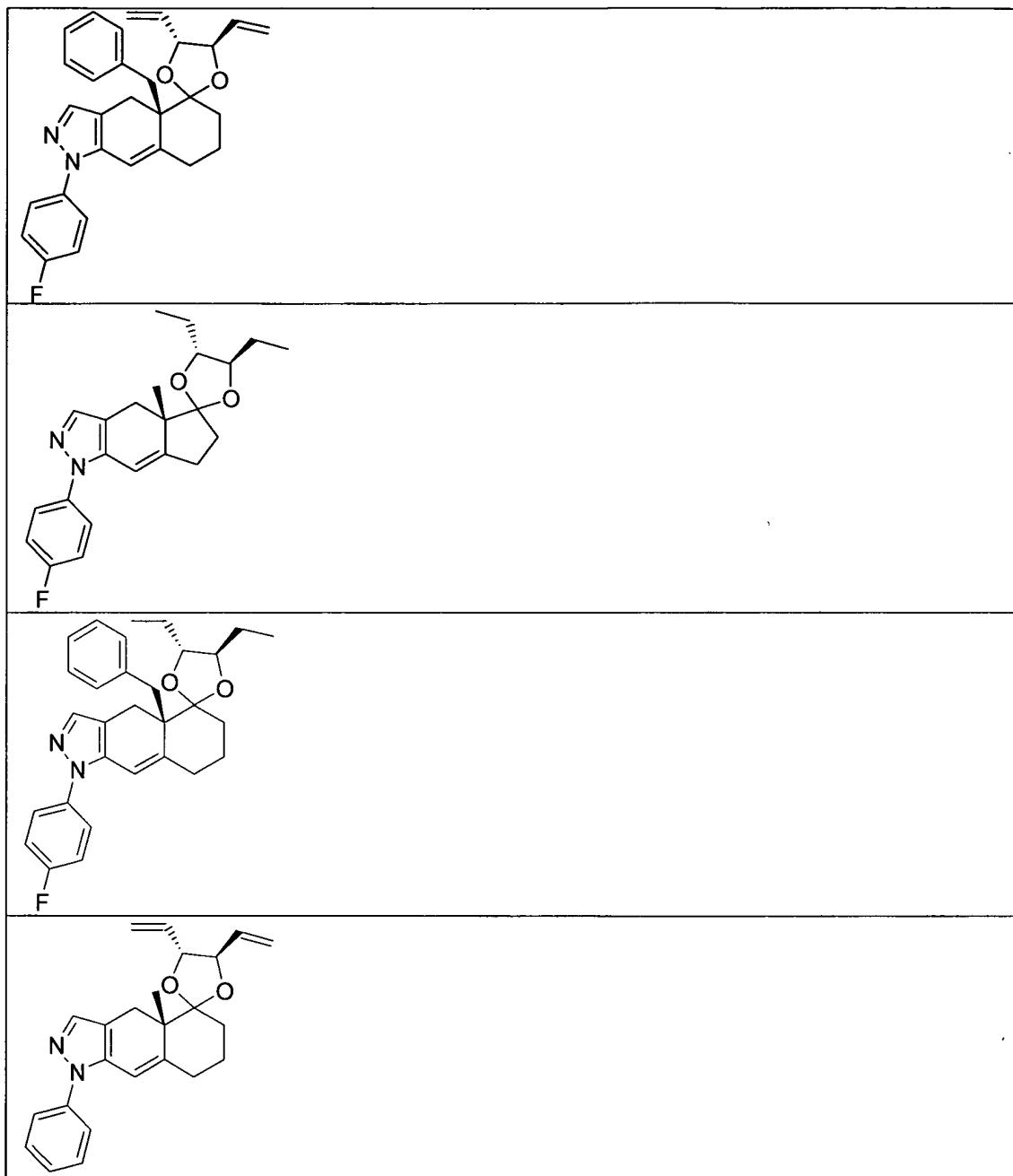


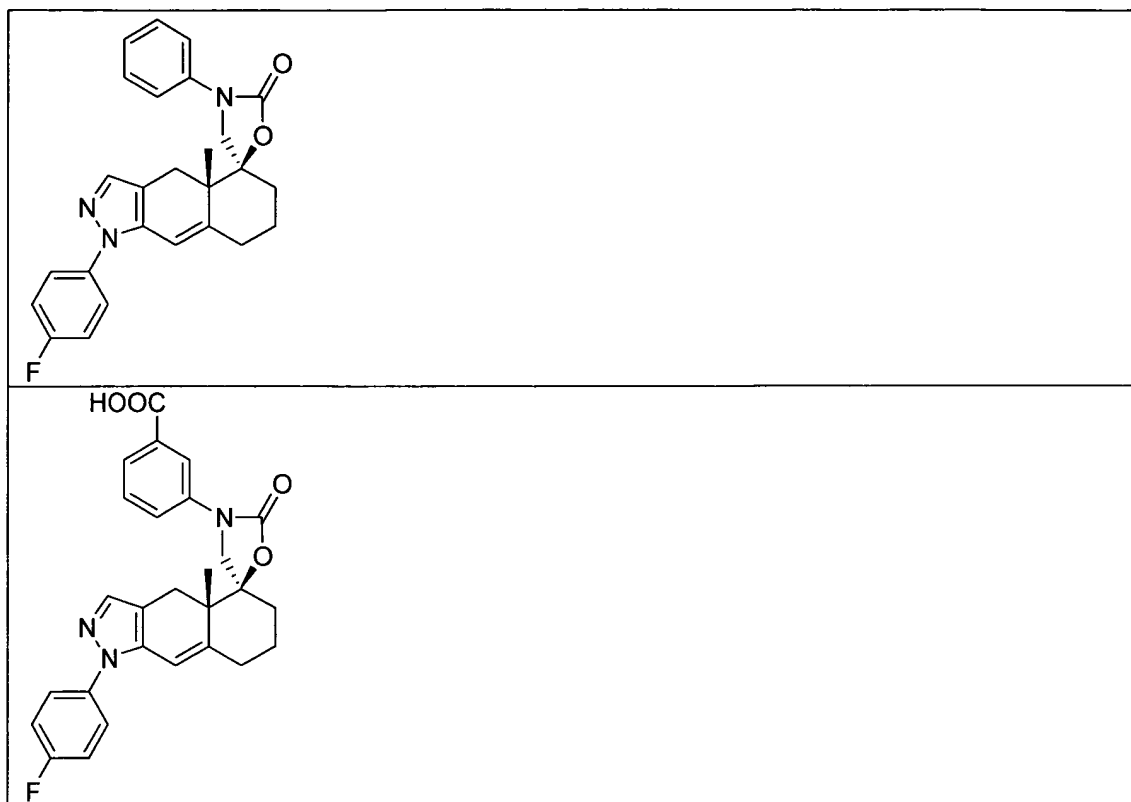




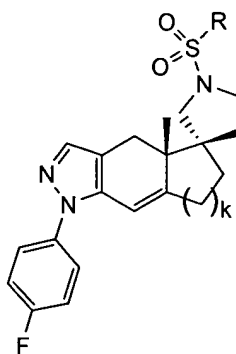






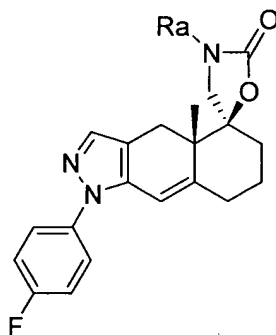


18. (original) A compound of the formula



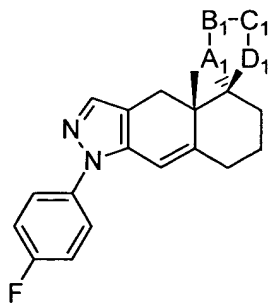
k	R
<u>1</u>	<u>Phenyl</u>
<u>2</u>	<u>Ethyl</u>
<u>2</u>	<u>Phenyl</u>

19. (original) A compound according to claim 1 of the formula





Ra
<u>Methyl</u>
<u>Allyl</u>
<u>Isopropyl</u>
<u>2-methoxyethyl</u>
<u>CH₂CO₂Et</u>
<u>2-(1,3-dioxan)ethyl</u>

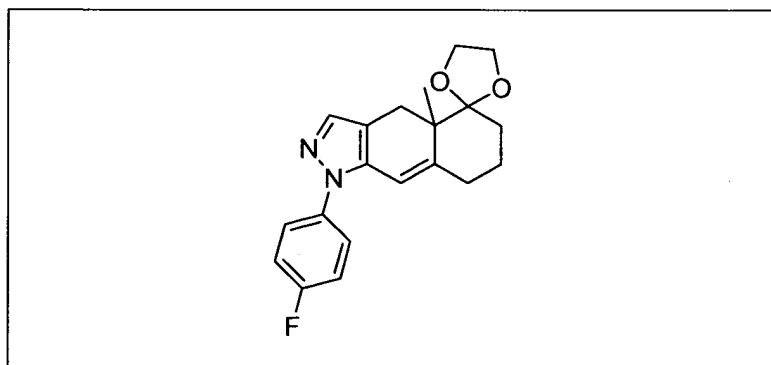
20. (original) A compound of the formula

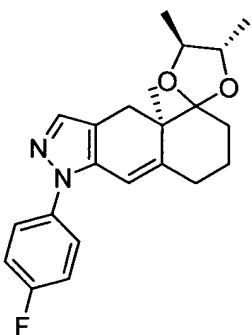
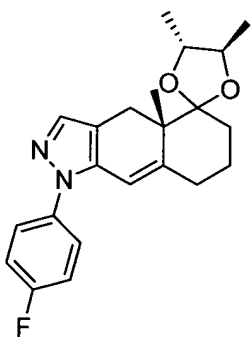
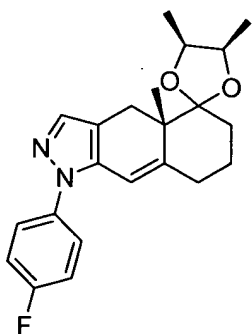
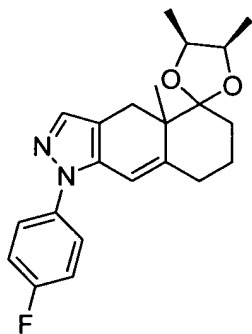


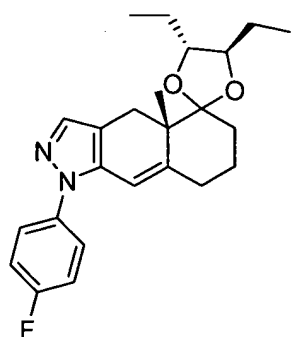
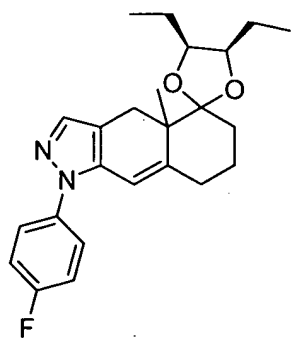
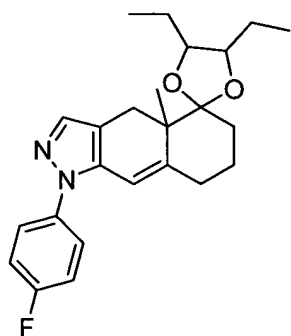
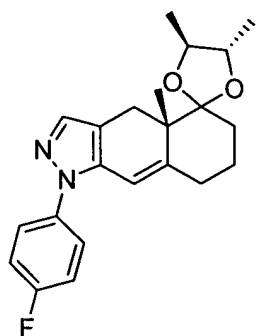
C₁	D₁	A₁	B₁
C(O)	NCH ₃	<u>C(O)</u>	NH
NCH ₂ Ph	C(O)	NCH ₃	C(O)
NCH ₃	C(O)	NCH ₃	<u>C(O)</u>
NCH ₂ CH=CH ₂	<u>C(O)</u>	NCH ₃	<u>C(O)</u>
C(O)	NCH ₃	<u>C(O)</u>	NCH ₂ Ph

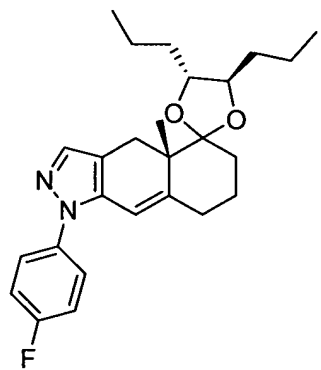
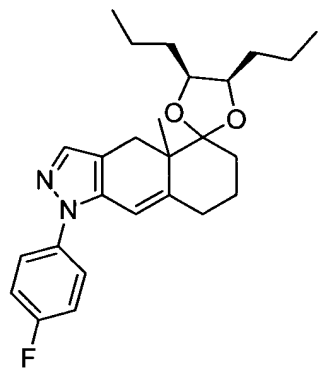
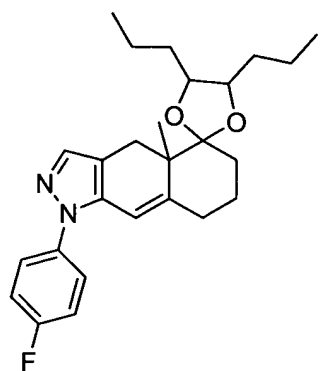
C(O)	NCH ₃	C(O)	NCH ₃
C(O)	NCH ₃	C(O)	NCH ₂ CH=CH ₂
C(O)	NCH ₃	<u>C(O)</u>	<u>NH</u>
N(CH ₂) ₂ CO ₂ H	C(O)	NCH ₂ Ph	<u>C(O)</u>
NH	C(O)	N(CH ₂) ₂ CO ₂ H	<u>C(O)</u>
NH	C(O)	N(CH ₂) ₂ 	C(O)
C(O)	NCH ₃	<u>C(O)</u>	N(CH ₂) ₂ CO ₂ H
C(O)	NCH ₃	<u>C(O)</u>	N(CH ₂) ₂ 
NCH ₂ CH=CH ₂	C(O)	NCH ₂ CH=CH ₂	<u>C(O)</u>
NCH ₂ Ph	C(O)	NCH ₂ Ph	C(O)
NH	C(S)	NCH ₂ Ph	C(O)
NH	C(S)	<u>NH</u>	<u>C(O)</u>
NH	C(S)	NCH ₂ CH=CH ₂	<u>C(O)</u>
NH	C(S)	NCH ₃	<u>C(O)</u>
NH	CH ₂	NCH ₂ Ph	C(O)
NH	CH ₂	<u>NH</u>	<u>C(O)</u>
C(O)	NCH ₃	CH ₂	NCH ₃
NH	CH ₂	NCH ₃	<u>C(O)</u>

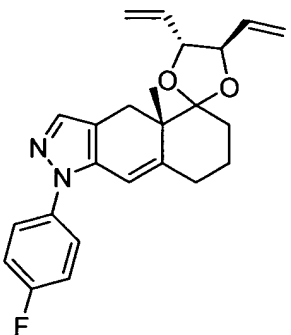
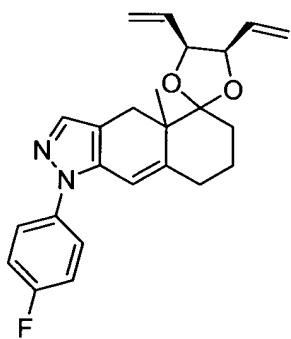
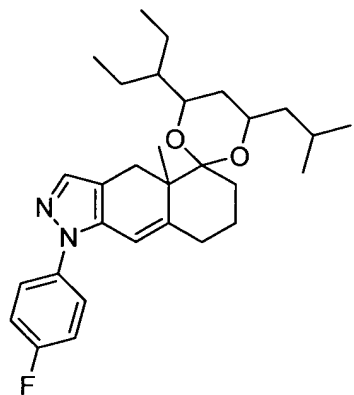
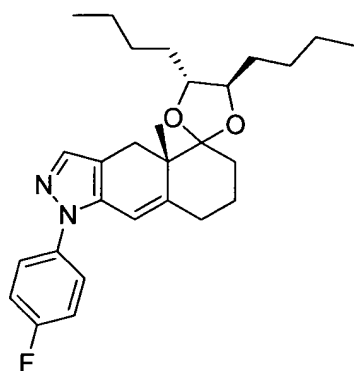
21. (original) A compound according to claim 1 for the formula

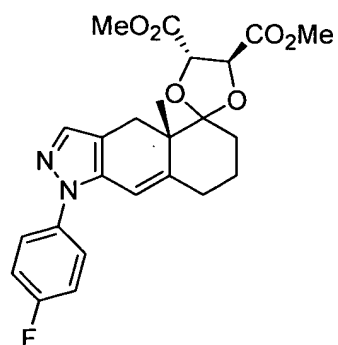
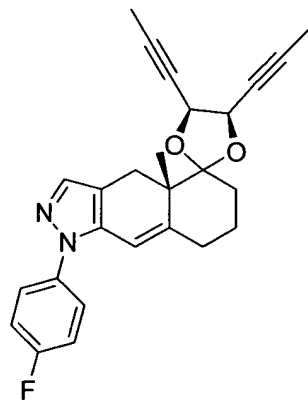
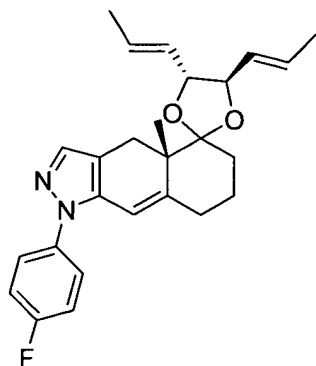


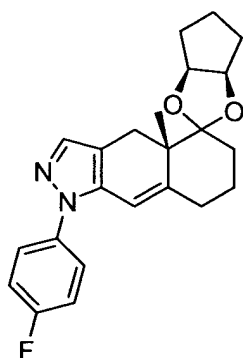
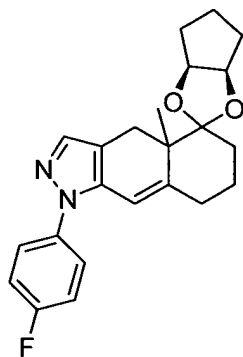
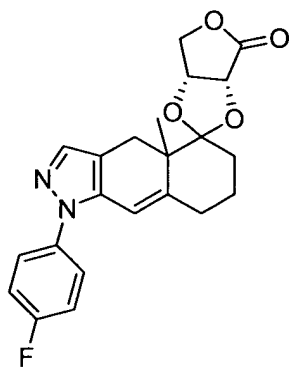
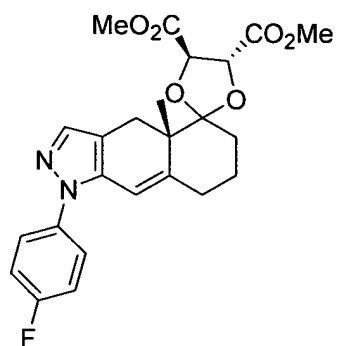


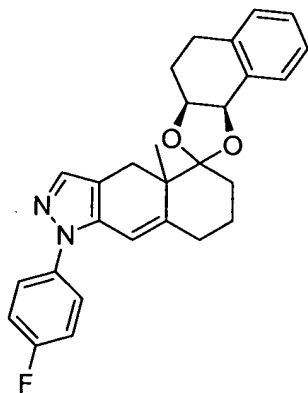
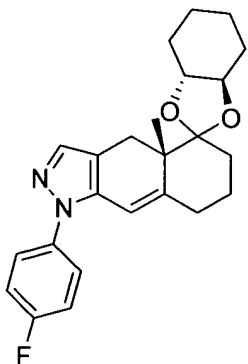
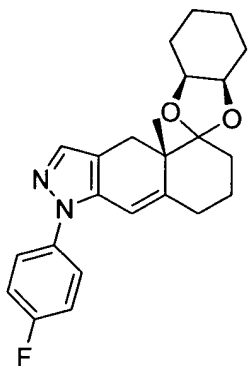


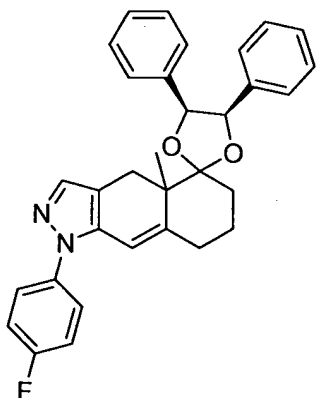
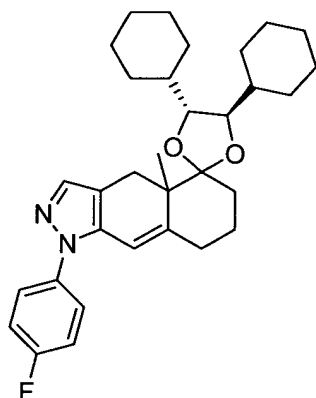
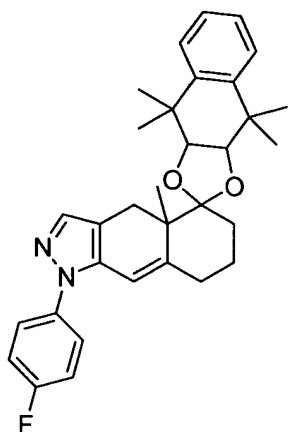


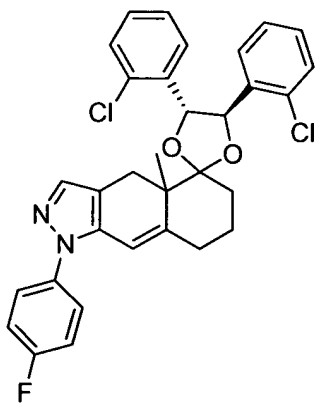
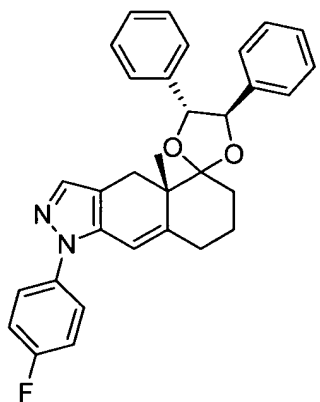
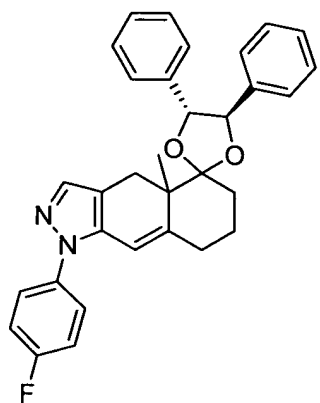


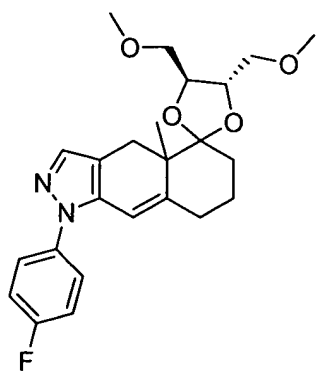
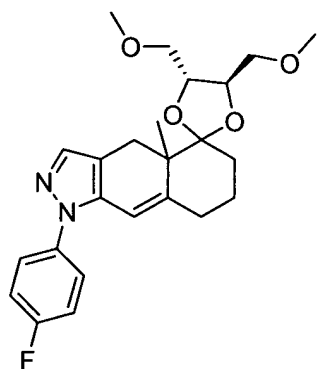
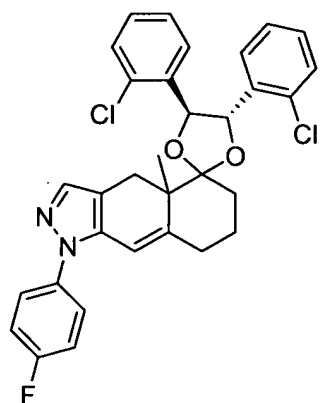


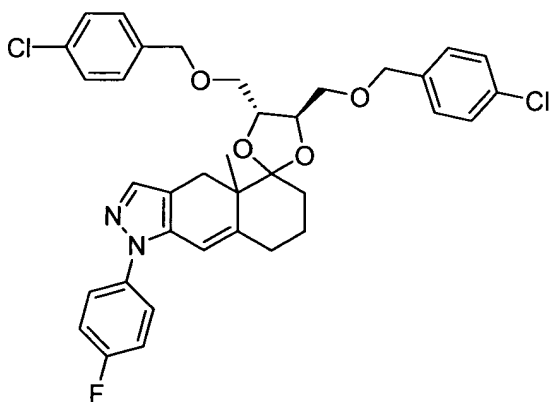
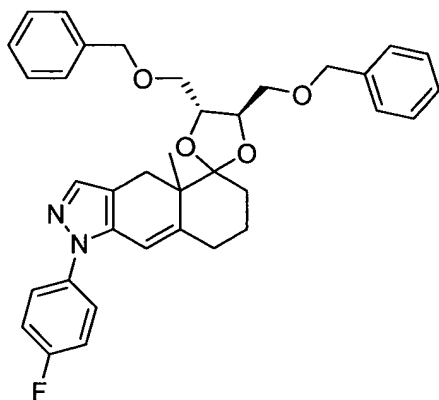
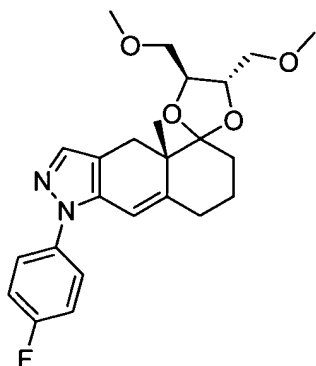


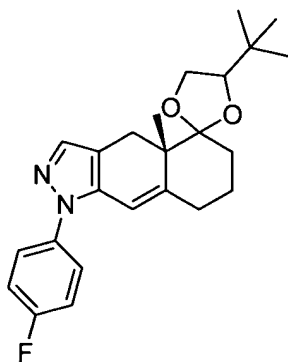
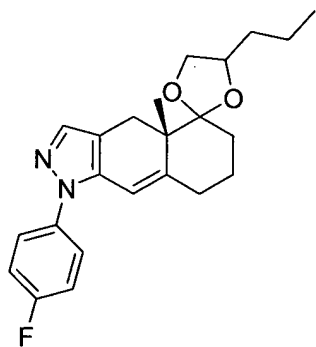
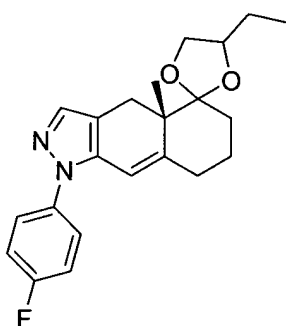
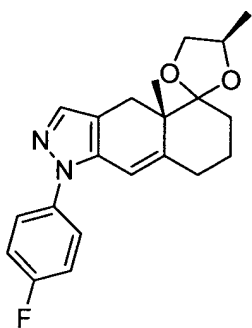


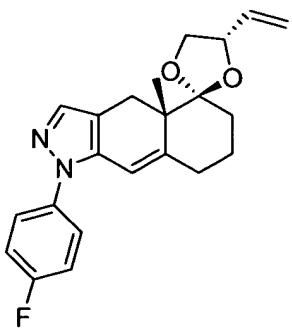
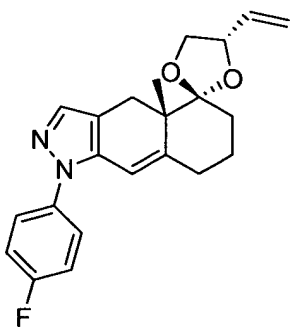
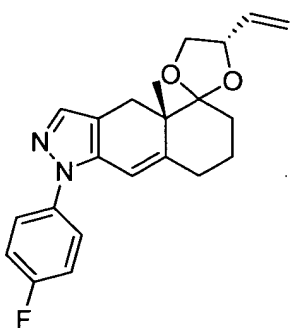
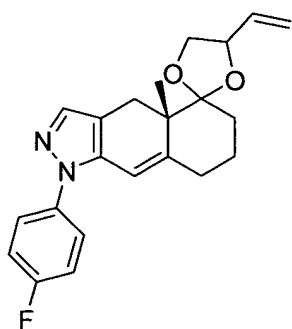


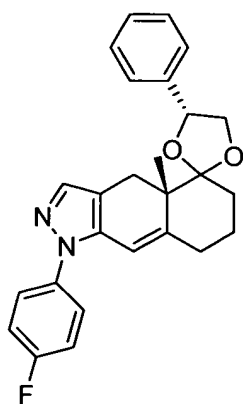
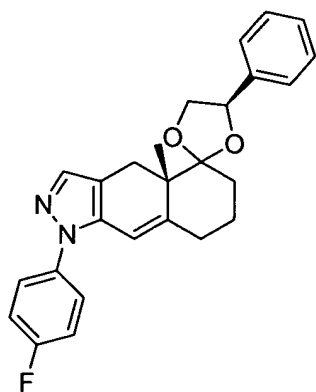
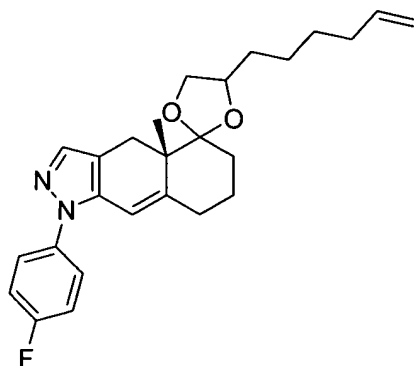


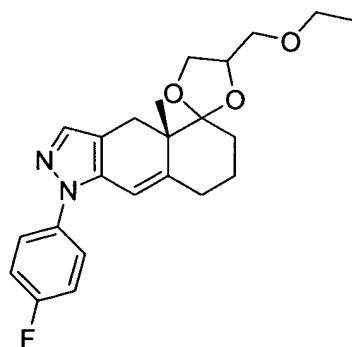
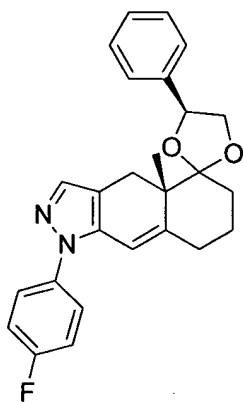
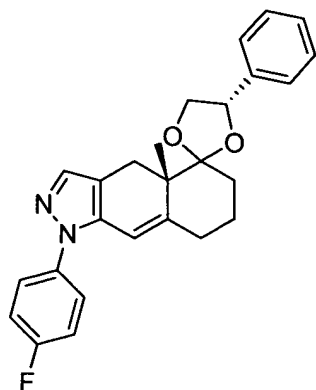


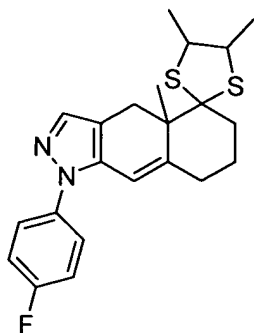
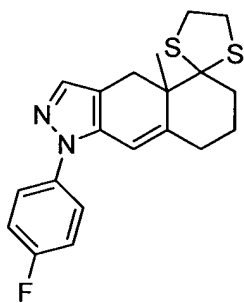
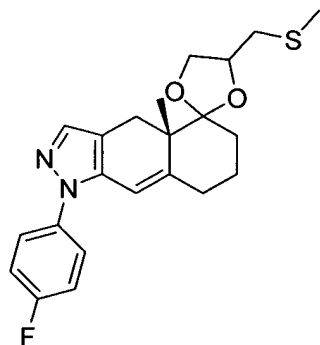
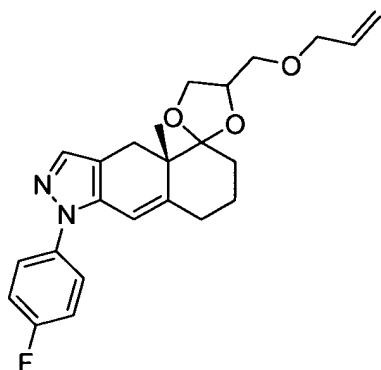


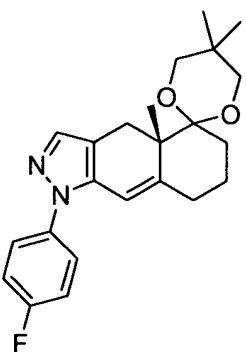
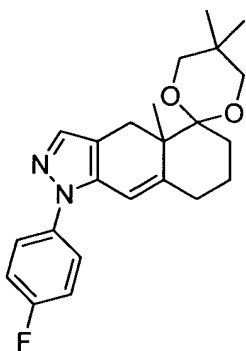
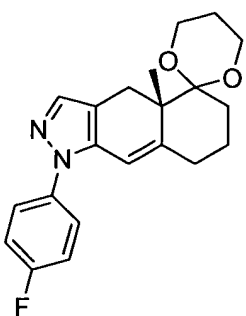
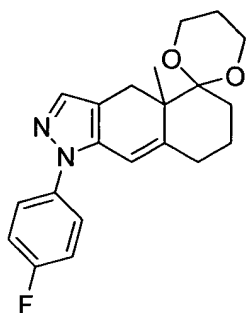


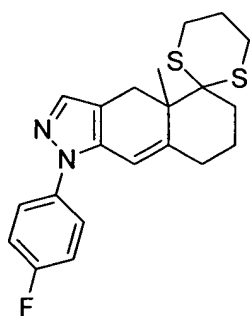
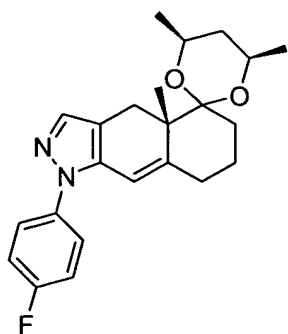
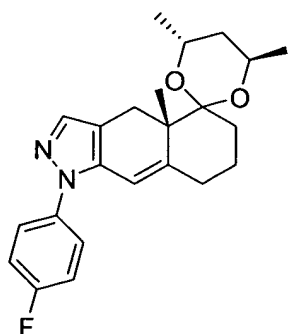
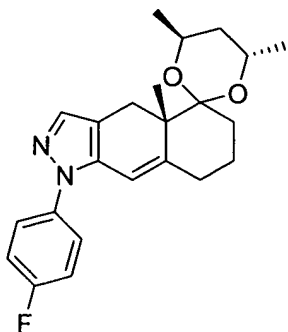


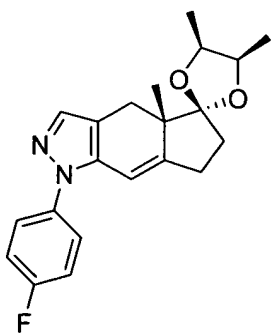
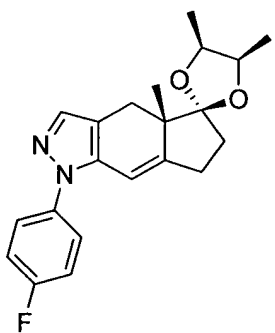
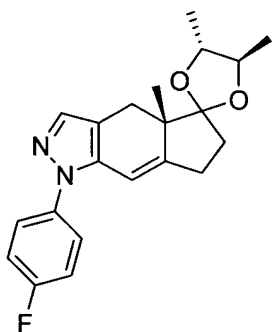
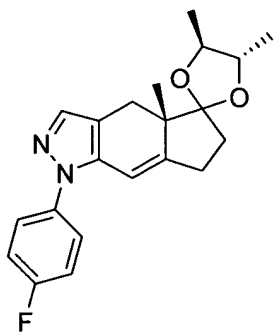


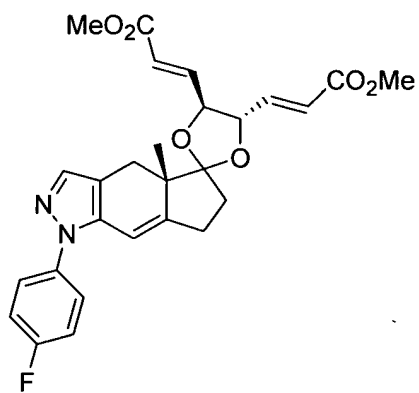
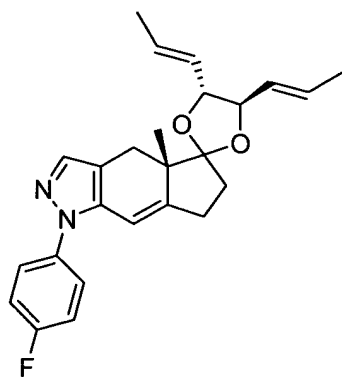
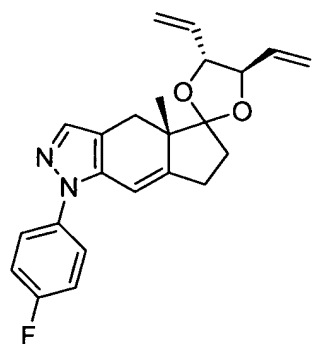


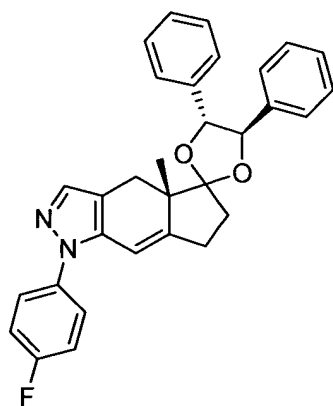
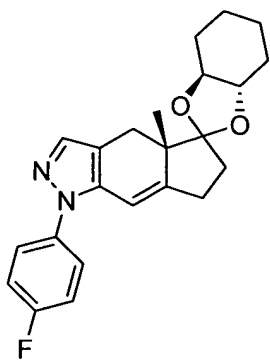
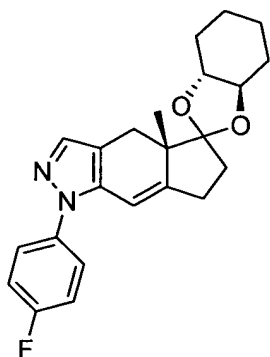


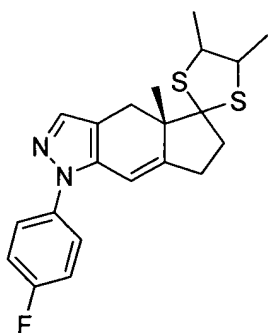
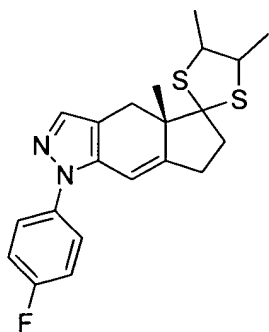
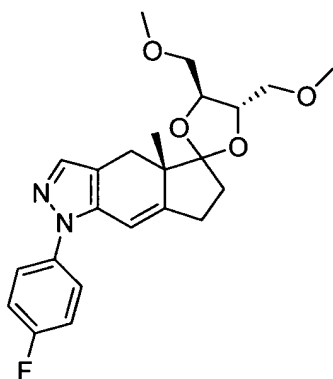
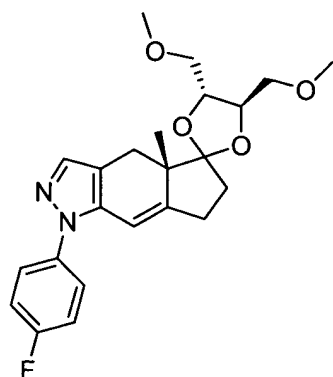


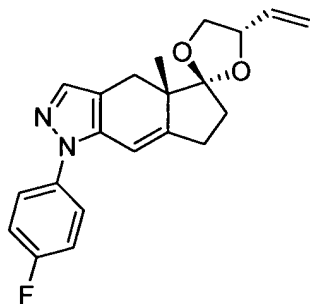
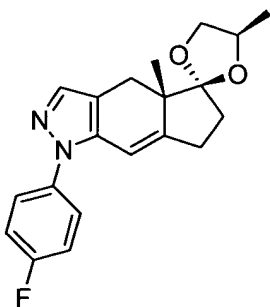
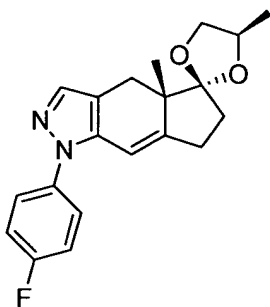
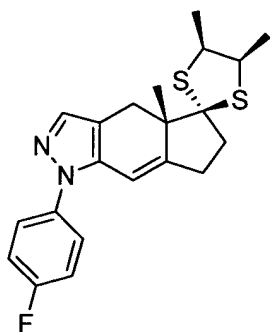


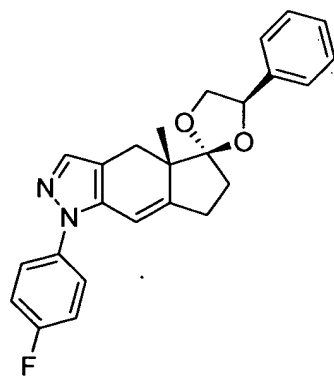
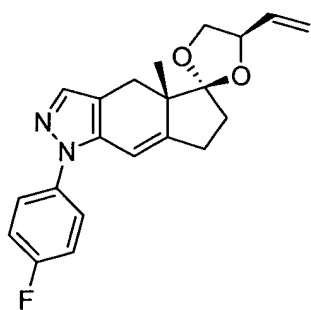
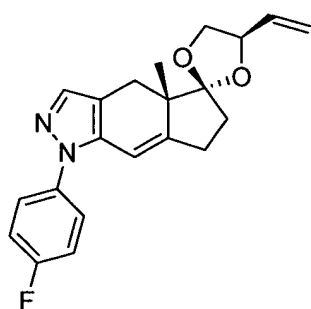
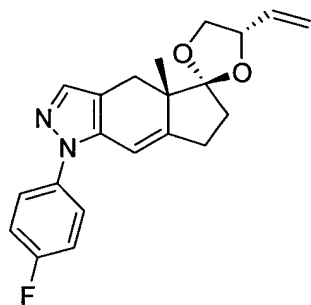


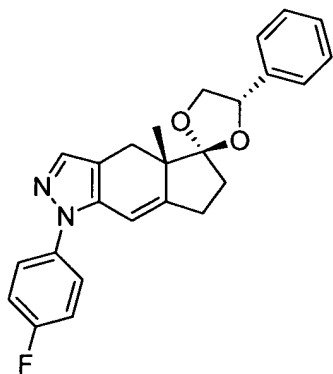
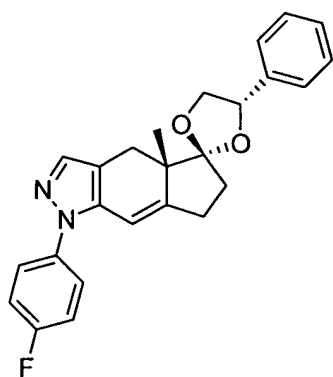
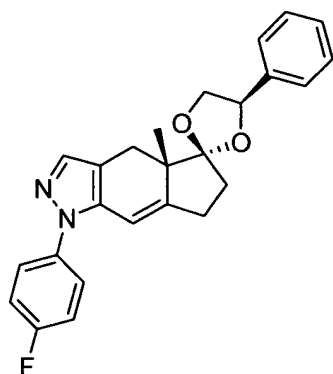


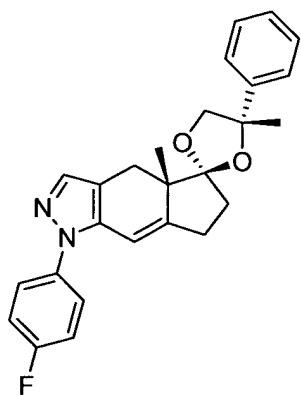
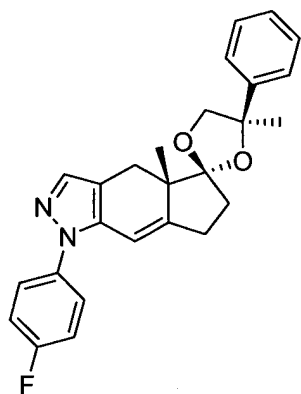
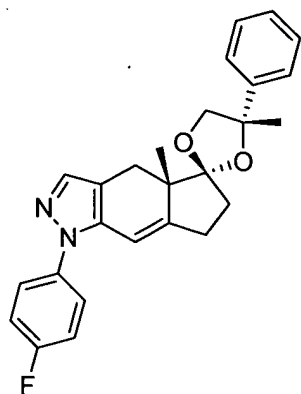


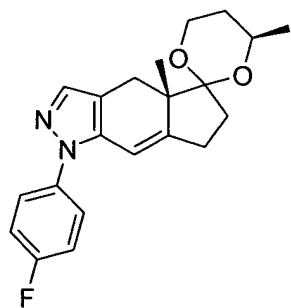
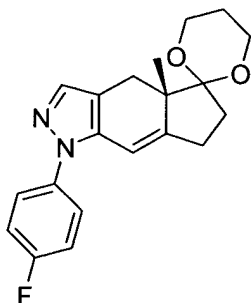
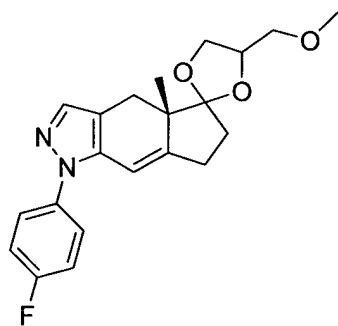
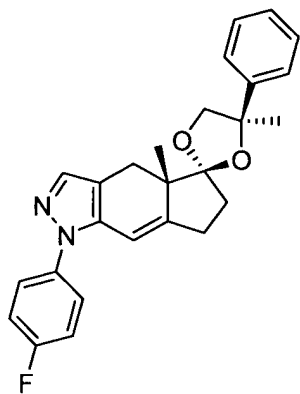


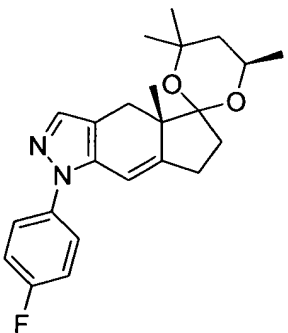
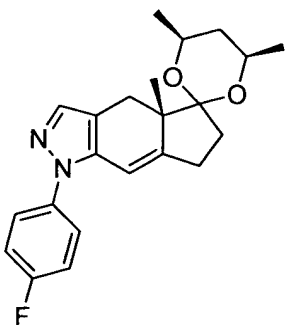
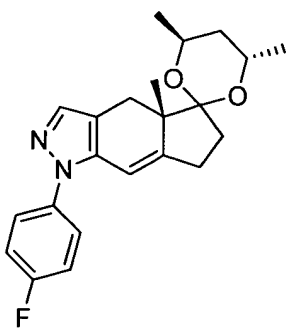
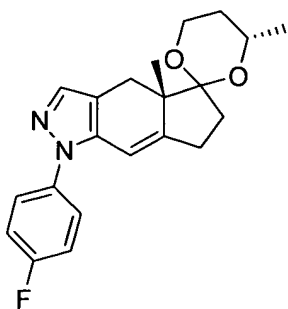


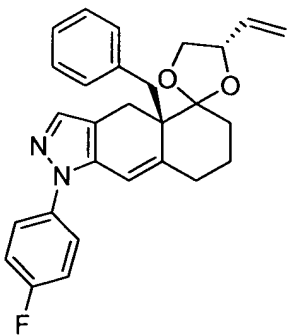
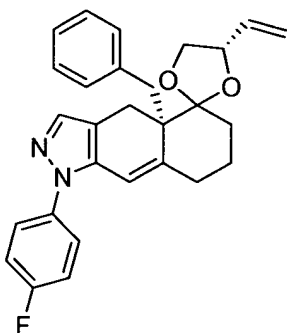
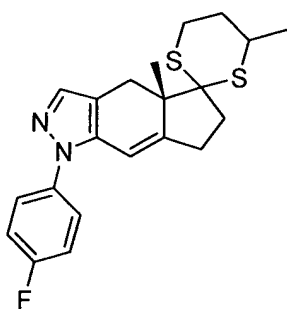
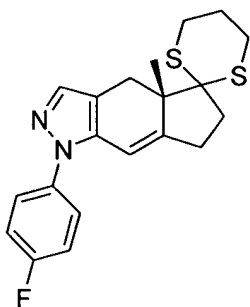


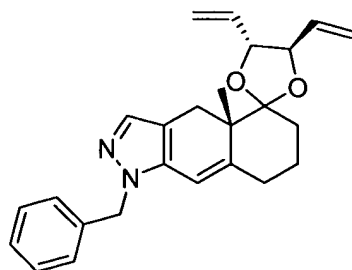
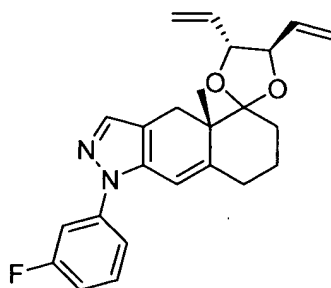
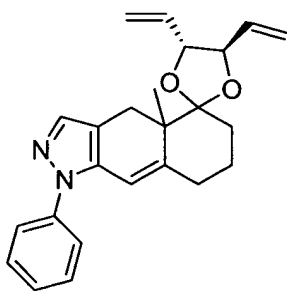
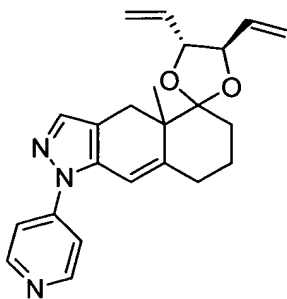


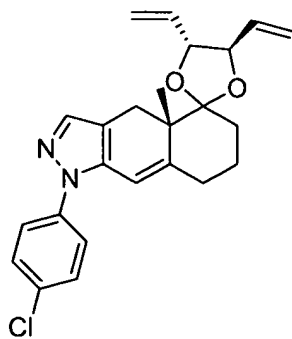
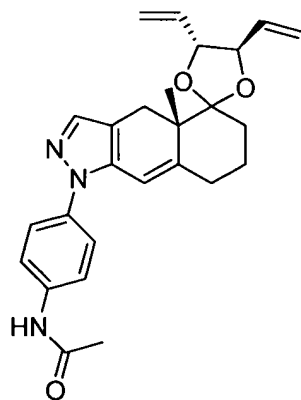
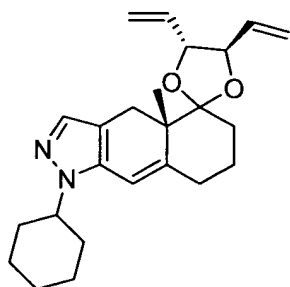
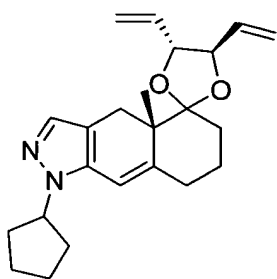


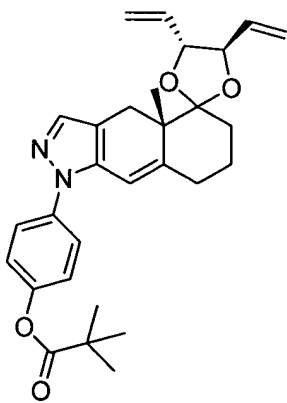
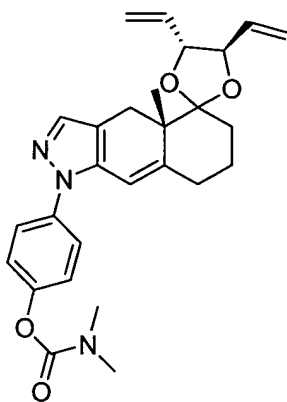
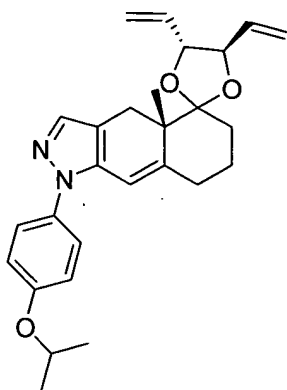


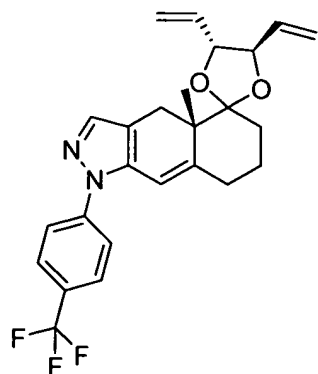
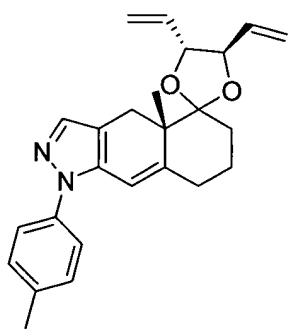
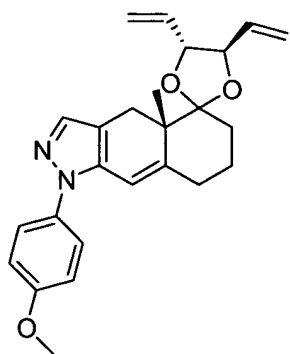
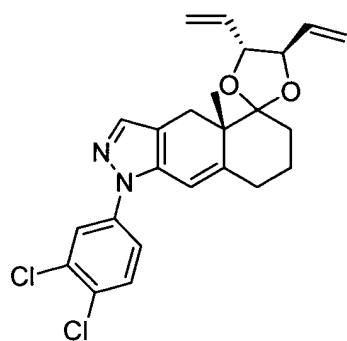


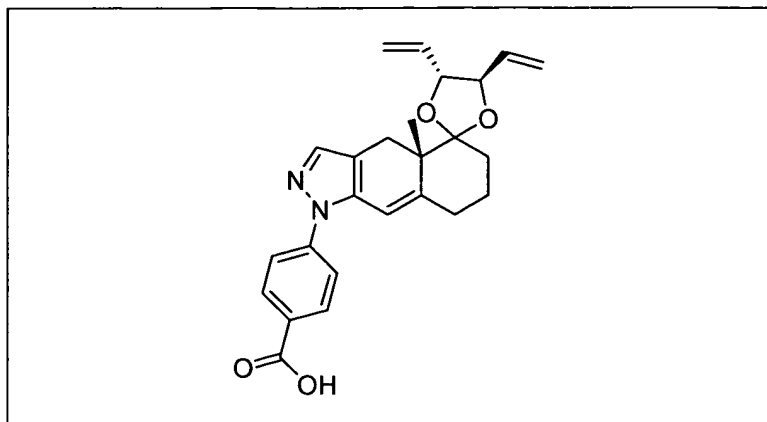












22. (original) A pharmaceutical composition comprising a compound according to claim 1 in combination with a pharmaceutically acceptable carrier.

23. (original) A method for treating a glucocorticoid receptor mediated disease or condition in a mammalian patient in need of such treatment comprising administering the patient a compound according to claim 1 in an amount that is effective for treating the glucocorticoid receptor mediated disease or condition.

24.- 27. (cancel)